

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

BC MEDIA FUNDING COMPANY II and MEDIA
FUNDING COMPANY,

Plaintiffs,

-against-

FRANK LAZAUSKAS, MICHAEL L. METTER,
LEONARD F. MUSCATI and B. MICHAEL PISANI,

Defendants.

ECF CASE
08-CV-06228 (RPP) (RLE)

REPLY
DECLARATION OF
JACOB BARKER

I, Jacob Barker, declare the following:

1. I am the Managing Partner of Barker Capital, LLC ("Barker Capital").
2. I have reviewed the Declaration of Michael Metter and have no recollection of Mr. Metter informing me of any problems with the financial covenants contained in the Financing Agreement entered into by the parties in November 2006. Nor did I tell Mr. Metter that the financial covenants, as drafted at the time of closing, would later be amended.
3. I never "threatened" Mr. Metter with respect to his signing of the Forbearance Agreement in December 2007.

I hereby declare under penalties of perjury that the foregoing is true and correct.

Executed on the 12th day of August 2008.


JACOB BARKER